

Sealed by S
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1/15/08

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

NATURAL RESOURCES MEDIA
& TECHNOLOGY GROUP, LLC,

Plaintiff,
-against-

SNOOP YOUTH FOOTBALL LEAGUE
FOUNDATION, THE FIRM, INC., d/b/a "THE
FIRM," and CONSTANCE SHWARTZ,

Defendants.

Case No. 07 CV 7701 (SAS) (AJP)

**STIPULATION AND
[PROPOSED] ORDER FOR
SUBSTITUTION OF COUNSEL**

IT IS HEREBY STIPULATED AND AGREED, by and between the undersigned attorneys and Defendant Snoop Youth Football League Foundation ("SYFL") that SYFL hereby substitutes their counsel of record in this matter. This action is not currently scheduled for trial. SYFL's consent to this change is reflected on the annexed Consent to Change of Attorney.

A. FORMER ATTORNEYS

SYFL's former counsel:

Steptoe & Johnson LLP
750 Seventh Avenue
Suite 1900
New York, NY 10019
(212) 506-3900

are no longer SYFL's attorneys in this matter.

B. NEW ATTORNEYS

SYFL's new counsel in this matter on whom all notices and papers may be served is:

Alison M. Haddock
Proskauer Rose LLP
1585 Broadway
New York, NY 10036
(212) 969-3000
ahaddock@proskauer.com

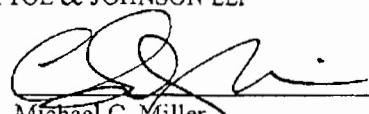
Of Counsel:

Hayes F. Michel
Walsworth Franklin Bevins
& McCall
633 W. 5th Street, 28th Floor
Los Angeles, California 90071
(213) 223-2052

Dated: New York, New York
January 14, 2008

STEPTOE & JOHNSON LLP

By:



Michael C. Miller
Evan Glassman
Christopher J. Marino
750 Seventh Avenue, Suite 1900
New York, New York 10019
(212) 506-3900

Attorneys for Defendants

Dated: New York, New York
January 14, 2008

PROSKAUER ROSE LLP

By: Alison M. Haddock

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1585 Broadway
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Of Counsel:

Hayes F. Michel
WALSWORTH FRANKLIN BEVINS
& MCCALL
633 W. 5th Street, 28th Floor
Los Angeles, California 90071
(213) 223-2052

SO ORDERED

Dated: New York, New York
January 15, 2008


Hon. Shira A. Scheindlin, U.S.D.J.

Michael C. Miller
Christopher J. Marino
Evan Glassman
Steptoe & Johnson LLP
750 Seventh Avenue
Suite 1900
New York, NY 10019
(212) 506-3900
Attorneys for Defendant
Snoop Youth Football League Foundation

UNITED STATES DISTRICT COURT
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**AFFIDAVIT PURSUANT TO LOCAL
RULE 1.4**

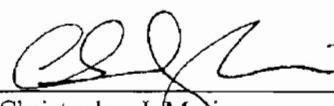
CHRISTOPHER J. MARINO, being duly sworn, deposes and says:

1. I am associated with the firm Steptoe & Johnson LLP, currently counsel for Defendants The Firm, Inc., d/b/a "The Firm," Constance Schwartz and Snoop Youth Football League Foundation (the "Foundation").
2. Pursuant to Civil Rule 1.4, I submit this affidavit in support of the accompanying stipulation substituting Proskauer Rose LLP ("Proskauer") as attorney of record for Snoop Youth Football League Foundation (the "Foundation").

3. The reason for this substitution is that the Foundation recently decided that it would be in the best interest of the Foundation to have Proskauer handle its representation in this litigation separately from the other Defendants, to avoid the potential for any conflicts or the appearance thereof.
4. The present status of this litigation is that the Foundation has filed an Answer to the Amended Complaint.
5. No prejudice will result from this substitution.

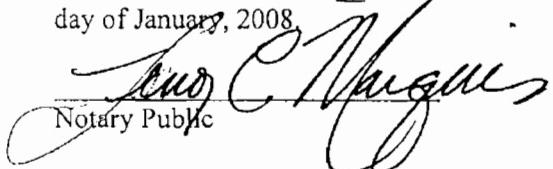
STEPTOE & JOHNSON LLP

By:



Christopher J. Marino
Steptoe & Johnson LLP
750 Seventh Avenue
Suite 1900
New York, NY 10019
(212) 506-3900

Sworn to before me this 14th
day of January, 2008.


Notary Public

LENOIR C. MARQUIS
NOTARY PUBLIC State of New York
No. 02NFS-359495
Qualified in New York County
Commission Expires July 31 2010